

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

IN RE CHINA MEDIAEXPRESS HOLDINGS,
INC. SHAREHOLDER LITIGATION

This Document Relates to:
ALL ACTIONS

Civil Action No. 11-cv-0804 (VM)

CLASS ACTION

ECF Case
Electronically Filed

**DECLARATION OF KARL P. BARTH IN SUPPORT OF
PLAINTIFFS' MOTION FOR CLASS CERTIFICATION**

I, Karl Barth, declare under penalty of perjury that the following statements are true and correct:

1. I am an attorney at Hagens Berman Sobol Shapiro, LLP, counsel for Plaintiffs and the proposed Class in this action. I have personal knowledge of the facts set forth herein and, if called as a witness, could and would testify competently thereto.

2. Attached hereto as Exhibit A is a true and correct copy of the Declaration of Cynthia L. Jones, CFA, along with exhibits thereto.

3. Attached hereto as Exhibit B is a true and correct copy of the firm résumé of Hagens Berman Sobol Shapiro LLP.

4. Attached hereto as Exhibit C is a true and correct copy of the firm résumé of Cohen Milstein Sellers & Toll PLLC.

5. Attached hereto as Exhibit D is a true and correct copy of the annual report on Form 10-K of TM Entertainment and Media, Inc. for the year ended December 31, 2007, as filed with the SEC on March 28, 2008. This document can be accessed on the SEC website at:

<http://www.sec.gov/Archives/edgar/data/1399067/000095012308003530/y52574e10vk.htm> (last accessed on August 13, 2013).

6. Attached hereto as Exhibit E is a true and correct copy of a Registration Statement on Form S-3 filed by China MediaExpress Holdings, Inc. on December 16, 2009. This document can be accessed on the SEC's website at:

http://www.sec.gov/Archives/edgar/data/1399067/000114420409064834/v168847_s3.htm (last accessed on Aug. 13, 2013).

7. Attached hereto as Exhibit F is a true and correct copy of a Registration Statement on Form S-3 filed by China MediaExpress Holdings, Inc. on August 16, 2010. This document can be accessed on the SEC website at:

http://www.sec.gov/Archives/edgar/data/1399067/000114420410044686/v193885_s3.htm (last accessed on Aug. 11, 2013).

8. Attached hereto as Exhibit G is a true and correct copy of an Amended Registration Statement on Form S-3/A filed by China MediaExpress Holdings, Inc. on October 5, 2010. This document can be accessed on the SEC website at:

http://www.sec.gov/Archives/edgar/data/1399067/000114420410052461/v197950_s3a.htm (last accessed on Aug. 11, 2013).

I make the foregoing statements under oath and under penalty of perjury.

DATED: August 16, 2013

By /s/ Karl P. Barth
Karl P. Barth

CERTIFICATE OF SERVICE

I hereby certify that I am the ECF User whose ID and password are being used to electronically file the foregoing with the Clerk of the Court using the CM/ECF system on August 16, 2013, which will send notification of such filing to the e-mail addresses registered, as denoted on the attached Electronic Mail Notice List, and I hereby certify that I have mailed the foregoing document or paper via the United States Postal Service to the non-CM/ECF participants indicated on the attached Manual Notice List.

/s/ Karl P. Barth
KARL P. BARTH

Electronic Mail Notice List

The following are those who are currently on the list to receive e-mail notices for this case.

- ⓧ **Karl P. Barth**
karlb@hbsslaw.com
- ⓧ **Gary Frederick Bendinger**
gbendinger@sidley.com,nyefiling@sidley.com
- ⓧ **Jeffrey A. Berens**
jeff@dyerberens.com
- ⓧ **Steve W. Berman**
steve@hbsslaw.com,carrie@hbsslaw.com,jeniphr@hbsslaw.com
- ⓧ **Jeniphr Breckenridge**
jeniphr@hbsslaw.com
- ⓧ **Stephen Douglas Bunch**
dbunch@cohenmilstein.com,efilings@cohenmilstein.com
- ⓧ **Donald Howard Chase**
dchase@morrisoncohen.com,courtnotices@morrisoncohen.com
- ⓧ **Marshall Pierce Dees**
mdees@holzerlaw.com
- ⓧ **Michael Benjamin Eisenkraft**
meisenkraft@cohenmilstein.com,efilings@cohenmilstein.com
- ⓧ **Robert Craig Finkel**
rfinkel@wolfpopper.com,cdunleavy@wolfpopper.com,nmackiel@wolfpopper.com,TSHAPIRO@shulaw.com
- ⓧ **Michael Ira Fistel , Jr**
mfistel@holzerlaw.com,cyoung@holzerlaw.com,cmoore@holzerlaw.com
- ⓧ **Savvas Antonios Foukas**
foukas@hugheshubbard.com
- ⓧ **Lionel Z. Glancy**
lglancy@glancylaw.com,mmgoldberg@glancylaw.com,csadler@glancylaw.com,pbinkow@glancylaw.com,info@glancylaw.com,rprongay@glancylaw.com,cturner@glancylaw.com
- ⓧ **Marc Ian Gross**
migross@pomlaw.com
- ⓧ **Jonathan Richard Horne**
jhorne@rosenlegal.com
- ⓧ **Jesse James**
jamesj@hugheshubbard.com
- ⓧ **Reed Richard Kathrein**
reed@hbsslaw.com,peterb@hbsslaw.com,pashad@hbsslaw.com,sf_filings@hbsslaw.com
- ⓧ **Phillip C. Kim**
pkim@rosenlegal.com
- ⓧ **Eugene R. Licker**
elicker@loeb.com,nydocket@loeb.com,tcummins@loeb.com
- ⓧ **Jeremy Alan Lieberman**
jalieberman@pomlaw.com,lpvega@pomlaw.com
- ⓧ **William R. Maguire**
maguire@hugheshubbard.com
- ⓧ **Michael Edward Marr**
mmarr@marrlaw.com
- ⓧ **Kim Elaine Miller**
kim.miller@ksfcounsel.com,kimmiller225@yahoo.com
- ⓧ **David S. Nalven**
davidn@hbsslaw.com,Seanh@hbsslaw.com
- ⓧ **Julie Goldsmith Reiser**
jreiser@cmht.com
- ⓧ **Laurence Matthew Rosen**
lrosen@rosenlegal.com
- ⓧ **David Avi Rosenfeld**
drosenfeld@rgrdlaw.com,e_file_ny@rgrdlaw.com,e_file_sd@rgrdlaw.com

Ⓢ **Samuel Howard Rudman**
srudman@rgrdlaw.com,e_file_ny@rgrdlaw.com

Ⓢ **Miles Norman Ruthberg**
miles.ruthberg@lw.com,jessica.bengels@lw.com,jason.grossman@lw.com

Ⓢ **Gazeena Kaur Soni**
gsoni@sidley.com,nyefiling@sidley.com,tnapolitano@sidley.com

Ⓢ **Steven Jeffrey Toll**
stoll@cohenmilstein.com,efilings@cohenmilstein.com

Ⓢ **Laura Maines Vasey**
lvasey@loeb.com,nydocket@loeb.com,tcummins@loeb.com

Ⓢ **Jason Allen Zweig**
jasonz@hbsslw.com,peterb@hbsslw.com,reed@hbsslw.com

Manual Notice List

The following is the list of attorneys who are **not** on the list to receive e-mail notices for this case (who therefore require manual noticing). You may wish to use your mouse to select and copy this list into your word processing program in order to create notices or labels for these recipients.

Patrick Vincent Dahlstrom
Pomerantz Haudek Block Grossman & Gross LLP
100 Park Avenue, 26th Floor
New York, NY 10017

Michael Goldberg
Glancy Binkow & Goldberg, LLP (CA)
1801 Avenue of the Stars
Suite 311
Los Angeles, CA 90067

Howard G. Smith
Smith & Smith
3070 Bristol Pike
Bensalem, PA 19020